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Liquidating Trust*

*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Case No. 08-35653-KRH  
CIRCUIT CITY STORES, INC.<sup>1</sup>, et al., )  
Debtors. ) Chapter 11  
 ) (Jointly Administered)  
 )

**ORDER SUSTAINING LIQUIDATING  
TRUST'S THIRTEENTH OMNIBUS OBJECTION TO CERTAIN  
PRIORITY CLAIMS: ALLOW UP TO THE STATUTORY CAP, RECLASSIFY,  
DISALLOW AS APPLICABLE (EMPLOYMENT CONTRACT SEVERANCE CLAIMS)**

THIS MATTER having come before the Court on the *Liquidating Trust's Thirteenth Omnibus Objection to Certain Priority Claims: Allow Up to the Statutory Cap, Reclassify, Disallow as Applicable (Employment Contract Severance Claims)* (the "Objection"),<sup>2</sup> which requested, among other things, that the Severance Claims specifically identified in the Objection be allowed up to the statutory cap, reclassified, or disallowed, as applicable, for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the

<sup>1</sup> The Debtors in these cases include: Circuit City Stores, Inc., Circuit City Stores West Coast, Inc., InterTAN, Inc., Ventoux International, Inc., Circuit City Purchasing Company, LLC, CC Aviation, LLC, CC Distribution Company of Virginia, Inc., Circuit City Properties, LLC, Kinzer Technology, LLC, Abbott Advertising Agency, Inc., Patapsco Designs, Inc., Sky Venture Corp, Prahs, Inc., XSStuff, LLC, Mayland MN, LLC, Courchevel, LLC, Orbyx Electronics, LLC, and Circuit City Stores PR, LLC.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Severance Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED as set forth in this Order.
2. The Change-in-Control Severance Claims identified on **Exhibit A** as attached hereto and incorporated herein are allowed on the priority basis provided in section 507(a)(4) of title 11 of the United States Code (the "Bankruptcy Code"), in the amount set forth in **Exhibit A**, and reclassified as general unsecured claims, as set forth in **Exhibit A**.
3. The Priority Period Severance Claims, identified on **Exhibit B** as attached hereto and incorporated herein, are allowed on the priority basis provided in section 507(a) of the Bankruptcy Code, in the amount set forth in **Exhibit B**, and are reclassified as general unsecured claims, as set forth in **Exhibit B**.
4. The Pre-Priority Period Severance Claims identified on **Exhibit C** as attached hereto and incorporated herein are reclassified in their entirety as general unsecured claims.

5. The Invalid Severance Claims identified on **Exhibit D** as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.

6. The Liquidating Trust's rights to object, on any grounds that applicable law permits, to any claim, including (without limitation) the Severance Claims, are not waived and are expressly reserved.

7. The Liquidating Trust shall serve a copy of this Order on the Severance Claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia

\_\_\_\_\_, 2011

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Paula S. Beran  
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*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner  
Lynn L. Tavenner

In re Circuit City Stores, Inc, et al.  
Case No. 08-35653 (KRH)

**EXHIBIT A TO ORDER GRANTING LIQUIDATING TRUST'S OMNIBUS OBJECTION NO. 13**

Change-in-Control Severance Claims (Reduce and Allow Priority up to 507(a)(4) Statutory Cap; Reclassify Remainder as GUC). See page 3, para. 4(a), p. 4, and pp. 11-12 of Omnibus Objection.

Change-in-Control Severance Claims (Reduce and Allow Priority up to 507(a)(4) Statutory Cap; Reclassify Remainder as GUC). See page 3, para. 4(a), p. 4, and pp. 11-12 of Omnibus Objection.								
Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed	Debtor	Allowed Priority Claim (Reduced)	Reclassified General Unsecured Claim (subj. to further objection)
9/18/2009	14638	Curtis W Etheridge 19419 Red Sky Ct Land O Lakes, FL 34638		Priority	\$113,968.00	Circuit City Stores, Inc.	\$6,418.00	\$107,550.00
4/2/2010	14999	Dawn vonBechmann Neil E McCullagh Esq Spotts Fain PC 411 E Franklin St Ste 600 Richmond, VA 23219		General Unsecured Priority	\$407,946.00 \$10,950.00	Circuit City Stores, Inc.	\$0.00	\$418,896.00
1/29/2009	8446	Ebner, Scott P 110 Fieldstone Estates Dr Wentzville, MO 63385		Priority	\$105,000.00	Circuit City Stores, Inc.	\$6,554.00	\$98,446.00
1/30/2009	9826	Falconer, Carin E Michael P Cooley Esq Gardere Wynne Sewell LLP 1601 Elm St Ste 3000 Dallas, TX 75201	Carin E Falconer 5904 Old Greenway Dr Glen Allen, VA 23059	General Unsecured Priority	\$214,050.00 \$10,950.00	Circuit City Stores, Inc.	\$373.00	\$224,627.00
1/27/2009	6683	Freeman, James M 10307 Sageglow Houston, TX 77089		Priority	\$57,075.00	Circuit City Stores, Inc.	\$4,702.00	\$52,373.00
1/30/2009	9054	Godbout, David Jr 1611 Summer St Hudson, WI 54016		General Unsecured Priority	\$94,050.00 \$10,950.00	Circuit City Stores, Inc.	\$6,506.00	\$98,494.00
1/30/2009	9056	Godbout, David Jr 1611 Summer St Hudson, WI 54016		Priority	\$10,950.00	Circuit City Stores, Inc.	\$0.00	\$10,950.00
1/30/2009	9150	Godbout, David Jr 1611 Summer St Hudson, WI 54016		Priority	\$10,950.00	Circuit City Stores, Inc.	\$0.00	\$10,950.00
1/28/2009	6971	Gronbeck, Kelli A 5202 Highberry Wood Rd Midlothian, VA 23112		Priority	\$60,000.00	Circuit City Stores, Inc.	\$5,815.00	\$54,185.00
4/1/2010	14989	James A Marcum 55 Wentworth Cove Rd Laconia, NH 03246		General Unsecured Priority	\$1,339,050.00 \$10,950.00	Circuit City Stores, Inc.	\$8,065.00	\$1,341,935.00
1/29/2009	7754	MCGAUGH, DAMIEN H 1805 PORTGLEN LEAGUE CITY, TX 77573		Priority	\$60,000.00	Circuit City Stores, Inc.	\$5,484.00	\$54,516.00
1/29/2009	8640	MONTELEONE, JACK T 39W374 GRAND AVE ELGIN, IL 60124		Priority	\$130,743.00	Circuit City Stores, Inc.	\$5,685.00	\$125,058.00
5/28/2009	13062	SCHMIDT, GARY 830 CARNELLIAN LANE PEACHTREE CITY, GA 30269		General Unsecured Priority	\$128,050.00 \$10,950.00	Circuit City Stores, Inc.	\$5,425.00	\$133,575.00
1/28/2009	6697	SIDDONS, DEREK J 1689 LENOX DR WACONIA, MN 55387		Priority	\$152,702.50	Circuit City Stores, Inc.	\$6,131.00	\$146,571.50
1/29/2009	8652	vonBechmann, Dawn Neil E McCullagh Spotts Fain PC 411 E Franklin St Ste 600 Richmond, VA 23219	Dawn vonBechmann 36 Countryside Ln Richmond, VA 23229	General Unsecured Priority	\$407,946.00 \$10,950.00	Circuit City Stores, Inc.	\$9,892.00	\$409,004.00

In re Circuit City Stores, Inc, et al.  
 Case No. 08-35653 (KRH)

**EXHIBIT B TO ORDER GRANTING LIQUIDATING TRUST'S OMNIBUS OBJECTION NO. 13**

Priority Period Severance Claims (Reduce and Allow Priority up to 507(a)(4) Statutory Cap; Reclassify Remainder as GUC). See p. 3, para. 4(b), p. 5, and p. 12 of Omnibus Objection.

Priority Period Severance Claims (Reduce and Allow Priority up to 507(a)(4) Statutory Cap; Reclassify Remainder as GUC). See p. 3, para. 4(b), p. 5, and p. 12 of Omnibus Objection.								
Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed	Debtor	Allowed Priority Claim (Reduced)	Reclassified General Unsecured Claim (subj. to further objection)
11/25/2008	538	Charles, David Lee 1800 Blue Forest Dr Prosper, TX 75078		Priority	\$260,000.00	Circuit City Stores, Inc.	\$0.00	\$260,000.00
12/18/2008	1776	Cobbs Jr, Michael W Michael Cobbs 4063 Shinault Cove Olive Branch, MS 38654		Priority	\$25,905.60	Circuit City Stores, Inc.	\$0.00	\$25,905.60
1/27/2009	6303	Dunn, Philip J 11465 Barrington Bridge Ct Richmond, VA 23233	Troutman Sanders LLP Vivieon E Kelley Bank of America Plaza 600 Peachtree St NE Ste 5200 Atlanta, GA 30308-2216	General Unsecured Priority	\$1,215,717.00 \$10,950.00	Circuit City Stores, Inc.	\$0.00	\$1,226,667.00
9/9/2010	15092	Leigh Ann Moore 13808 Long Cone Ct Midlothian, VA 23112		Priority	\$58,994.99	Circuit City Stores, Inc.	\$10,950.00	\$48,044.99
1/5/2009	2544	STEINBACH, DAVID 32002 N 19TH LN PHOENIX, AZ 85085		Priority	\$26,176.12	Circuit City Stores, Inc.	\$10,950.00	\$15,226.12

In re Circuit City Stores, Inc., et al.  
Case No. 08-35653 (KRH)

**EXHIBIT C TO ORDER GRANTING LIQUIDATING TRUST'S OMNIBUS OBJECTION NO. 13**

**Pre- Priority Period Severance Claims (Disallow as Priority; Reclassify as GUC). See pp. 3-4, para. 4(c), p. 5, and p. 13 of Omnibus Objection.**

Pre- Priority Period Severance Claims (Disallow as Priority; Reclassify as GUC). See pp. 3-4, para. 4(c), p. 5, and p. 13 of Omnibus Objection.							
Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed (Disallowed as Priority)	Debtor	Reclassified General Unsecured Claim (subj. to further objection)
5/28/2009	13065	Steven P Pappas 4413 Chartwell Rd Midlothian, VA 23113		General Unsecured Priority	\$241,049.98 \$10,950.00	Circuit City Stores, Inc.	\$251,999.98

In re Circuit City Stores, Inc, et al.

Case No. 08-35653 (KRH)

**EXHIBIT D TO ORDER GRANTING LIQUIDATING TRUST'S OMNIBUS OBJECTION NO. 13**

Invalid Severance Claims (Disallow in Entirety) See p. 4, para. 4(d), p. 5, and p. 13 of Omnibus Objection.

Invalid Severance Claims (Disallow in Entirety) See p. 4, para. 4(d), p. 5, and p. 13 of Omnibus Objection.					
Date Filed	Claim Number	Claimant Name and Address	Additional Notice Address	Classification as Filed	Claim Amount as filed (Claim Disallowed)
1/26/2009	6439	KELLY, JOHN 428 GROUNDHOG COLLEGE RD WEST CHESTER, PA 19382		Priority	\$1,536,000.00
1/27/2009	5851	MALIK, ALI I 68 MARK SMITH DR MANDEVILLE, LA 70471		Priority	\$168,884.32